

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA**

In Re:	Case No.: 24-70418-JAD
POTTSVILLE OPERATIONS, LLC, et al.,¹	Chapter 11
Debtors.	<i>Jointly Administered</i>
<hr/>	Doc. No.:
POTTSVILLE OPERATIONS, LLC, et al.,	Related to Document Nos.: 357, 366, 439, 485, 532, 618, 626, 631, 632, 633, 634, 638, 644, 647, 663, 666, 667, 687, 759, 760, 769, 859, 881, 882, 883, 884, 885, 886, 887, 888 and 889
Movants,	Hearing Date: April 3, 2025
-vs -	Hearing Time: 10:00 AM (EST)
ARGNT HOLDINGS, INC., BANKFINANCIAL, N.A., AND SPECIALTY RX INC.,	Response Deadline: 5:00 PM (EST) on January 31, 2025
Respondents.	Supplemental Response Deadline: 5:00 PM (EST) on March 14, 2025
<hr/>	Committee Response Deadline: March 21, 2025

**NOTICE OF FINAL AGENDA FOR MATTERS SCHEDULED
FOR HEARING ON APRIL 3, 2025 AT 10:00 A.M. (EST)**

¹The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number are: Pottsville Operations, LLC (9467); Pottsville Propco, LLC (8685); Hampton House Operations, LLC (8969); Hampton House Propco, LLC (7258); Kingston Operations, LLC (1787); Kingston Propco, LLC (8562); Williamsport North Operations, LLC (9927); Williamsport Propco, LLC (2039); Williamsport South Operations, LLC (0298); Yeadon Operations, LLC (9296); and Yeadon Propco, LLC (5785) (collectively, the "Pottsville Debtors" and the Pottsville Debtors' chapter 11 cases are collectively referred to as the "Pottsville Cases") and Bedrock Care, LLC (9115); Care Pavilion Operating, LLC (7149); Cliveden Operating, LLC (6546); MAPA Operating, LLC (3750); Maplewood Operating, LLC (0850); Milton Operating, LLC (5523); Parkhouse Operating, LLC (0140); Tucker Operating, LLC (4305); Watsontown Operating, LLC (0236); and York Operating, LLC (2571) (collectively the "Care Pavilion Debtors" and the Care Pavilion Debtors' chapter 11 cases are collectively referred to as the "Care Pavilion Cases"). The Debtors' mailing address is 425 West New England Avenue, Suite 300, Winter Park, Florida 32789.

I. MATTER GOING FORWARD:

1. Care Pavilion Debtors Motion for Entry of Orders (A) Approving Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts (C) Approving Stalking Horse Bid Protections, (D) Scheduling an Auction For and Hearing to Approve the Sale of the Care Pavilion Debtors Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 357] filed on December 10, 2024.

Objection/Response Deadline:

- a. January 31, 2025; March 14, 2025; and March 21, 2025 for the Committee only.

Objection/Responses Filed:

1. Omnibus Objections of Creditors, the Estate of Freeman Richard Jones Jr. & Delores Jones, the Estate of Roselee Mingo & Rodney Mingo, the Estate of Chrystal Irene Middleton, Lisa M. Middleton & Lindsey R. Middleton, and the Estate of James Edward McDaniels Sr. & Diane German McDaniels to Notice of Proposed Sale of Substantially All of the Debtors' Assets, Bidding Procedures, Auction, and Sale Order Hearing [Doc. No. 618] filed on January 29, 2025
2. Amended Objection of Creditor, Monica Hawkins, as Administratrix of the Estate of Clayton Hawkins, to Notice of Proposed Sale of Substantially All of the Care Pavilion Debtors' Assets, Bidding Procedures, Auction, and Sale Order Hearing [Doc. No. 626] filed on January 31, 2025
3. Objection and Reservation of Rights (Corrected) in Response to the Care Pavilion Debtors' Sale Motion filed by Local 262, Retail, Wholesale and Department Store Union, United Food and Commercial Workers, Retail, Wholesale and Department Store Union, United Food and Commercial Workers [Doc. No. 631] filed on January 31, 2025
4. Objection Regarding the Hearing on 02/18/25 filed by Anthony Ames [Doc. No. 632] filed on January 31, 2025
5. Objection and Reservation of Rights to the Care Pavilion Debtors' Notice of Executory Contracts That May Be Assumed and Assigned filed by Local 262, Retail, Wholesale and Department Store Union, United Food and Commercial Workers, Retail, Wholesale and Department Store Union, United Food and Commercial Workers [Doc. No. 633] filed on January 31, 2025

6. Amended Combined Reservation Of Rights Of Landlords To: (I) Care Pavilion Debtors' Sale Motion; And (II) Notice Of Executory Contracts That May Be Assumed And Assigned In Connection With The Sale Transaction filed by G&E HC REIT II Care Pavilion SNF, L.P., G&E HC REIT II Cheltenham York SNF, L.P., G&E HC REIT II Cliveden SNF, L.P., G&E HC REIT II Maplewood Manor SNF, L.P., G&E HC REIT II Tucker House SNF, L.P., GA HC REIT II Milton SNF, LLC, GA HC REIT II Royersford SNF, LLC, GA HC REIT II Watsontown SNF, LLC [Doc. No. 634] filed on January 31, 2025
7. Response To Notice of Sale, Auction, and Sale Order Hearing and Motion for Payment of Post-Petition Contribution Obligations as Administrative Expenses filed by Trustees of the Pension Fund for the Nursing Home and Health Care Employees, Philadelphia and Vicinity [Doc. No. 644] filed on February 5, 2025
8. The Official Committee of Unsecured Creditors Objection to: Care Pavilion Debtors Motion for Entry of Orders (A) Approving Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts (C) Approving Stalking Horse Bid Protections, (D) Scheduling an Auction For and Hearing to Approve the Sale of the Care Pavilion Debtors Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 859] filed on March 21, 2025

Related Documents

1. Certificate of Service [Doc. No. 366] for Doc. Nos. 357, 360, and 361 filed on December 11, 2024
2. Order (A) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Stalking Horse Bid Protection, (C) Scheduling Auction For and Hearing to Approve Sale of Substantially All of the Care Pavilion Debtors Assets, (D) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (E) Approving Assumption and Assignment Procedures, (F) Authorizing Assumption and Assignment of Executory Contracts, and (G) Granting Related Relief [Doc. No. 439] filed on December 19, 2024
3. Certificate of Service [Doc. No. 476] for Doc. No 439 filed on December 30, 2024
4. Notice Regarding Proposed Sale of Substantially All of the Care Pavilion Debtors Assets, Bidding Procedures, Auction, and Sale Order Hearing [Doc. No. 485] filed on January 3, 2025

5. Certificate of Service [Doc. No. 503] for Doc. No. 485 filed on January 7, 2025
6. Notice Regarding Executory Contracts that may be Assumed and Assigned in Connection with the Sale Transaction [Doc. No. 532] filed on January 10, 2025
7. Certificate of Service [Doc. No. 544] for Doc. No. 532 filed on January 13, 2025
8. Proof of Publication of Notice of Sale Filed by Debtor Pottsville Operations LLC [Doc. No. 638] filed on February 3, 2025
9. Stipulation By Pottsville Operations LLC and Between the Official Committee of Unsecured Creditors, ARGNT Holdings, LLC, and the Stalking Horse Bidders [Doc. No. 647] filed on February 10, 2025
10. Notice Regarding Filing of Revised Bidding Procedures Order. Filed by Debtor Pottsville Operations LLC [Doc. No. 663] filed on February 12, 2025
11. Consent Order of Court Approving Stipulation [Doc. No. 666] entered on February 13, 2025
12. Amended Order (A) Approving Sale of Substantially All Of The Care Pavilion Debtors' Assets, Other Than Accounts Free And Clear of All Liens, Claims Encumbrances, And Interests, (B) Approving Bidding Procedures For Sale Of Substantially All Of The Care Pavilion Debtors' Assets, Other Than Accounts, (C) Approving Stalking Horse Bid Protections, (D) Scheduling Auction For And Hearing To Approve The Sale Of The Care Pavilion Debtors' Assets, (E) Approving Form And Manner Of Notice Of Sale, Auction, And Sale Order Hearing, (F) Approving Assumption And Assignment Procedures, (G) Authorizing Assumption And Assignment of Executory Contracts And Unexpired Leases, And (H) Granting Related Relief [Doc. No. 667] filed on February 13, 2025
13. Notice Regarding Amended Notice of Proposed Sale of Substantially all of the Care Pavilion Debtors' Assets, Bidding Procedures, Auction, and Sale Order Hearing [Doc. No. 687] filed on February 14, 2025
14. Certificate of Service [Doc. No. 696] for Doc. No. 667 filed on February 18, 2025
15. Certificate of Service [Doc. No. 697] for Doc. No. 687 filed on February 18, 2025
16. Stipulation By Pottsville Operations LLC and Between the Care Pavilion Debtors, the Official Committee of Unsecured Creditors, Argnt Holdings, LLC, and the Stalking Horse Bidders [Doc. No. 759] filed on March 4, 2025
17. Order Approving Stipulation and Adjourning Sale Order Hearing [Doc. No. 760] entered on March 4, 2025

18. Certificate of Service [Doc. No. 765] for Doc. No. 760 filed on March 5, 2025
19. Notice Regarding Successful Bid and Cancelation of Auction Related to Care Pavilion Debtors [Doc. No. 769] filed on March 6, 2025
20. Certificate of Service [Doc. No. 781] for Doc. No. 769 filed on March 10, 2025
21. Notice of Filing of Proposed Order (A) Approving the Sale of Substantially All of the Care Pavilion Debtors' Assets, Other than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (C) Granting Related Relief [Doc. No. 885] filed on April 1, 2025
22. Care Pavilion Debtors' Omnibus Reply to Objections to Sale Motion and Objections to Notice of Executory Contracts that May be Assumed or Assigned in Connection with Debtors' Sale Transaction [Doc. No. 887] filed on April 1, 2025
23. Care Pavilion Debtors' Response to: The Official Committee of Unsecured Creditors' Objection to the Care Pavilion Debtors' Motion for Entry of Orders (A) Approving Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts (C) Approving Stalking Horse Bid Protections, (D) Scheduling an Auction For and Hearing to Approve the Sale of the Care Pavilion Debtors Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 888] filed on April 1, 2025
24. Care Pavilion Debtors' Expedited Motion to Permit Witness from Meridian Capital Group to Testify Remotely [Doc. No. 889] filed on April 1, 2025

Status: The Debtors continue to negotiate with the objecting parties and anticipate uploading a further revised proposed sale order ahead of the hearing.

II. DECLARATIONS IN SUPPORT OF SALE MOTION

1. Declaration of Harry Epstein in Support of Debtors' Motion for Entry of Orders (A) Approving Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts (C) Approving Stalking Horse Bid Protections, (D) Scheduling an Auction For and Hearing to Approve the Sale of the Care Pavilion Debtors Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G) Authorizing

Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 881] filed on April1, 2025

2. Declaration of Peter Leung on Behalf of Meridian Capital Group, LLC in Support of Debtors' Motion for Entry of Orders (A) Approving Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts (C) Approving Stalking Horse Bid Protections, (D) Scheduling an Auction For and Hearing to Approve the Sale of the Care Pavilion Debtors Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 882] filed on April1, 2025
3. Declaration of Property Purchasers in Support of Sale Motion [Doc. No. 883] filed on April 1, 2025
4. Declaration of DIP Lender in Support of Sale Motion [Doc. No. 884] filed on April 1, 2025
5. Declaration of Neil Luria in Support of Debtors' Motion for Entry of Orders (A) Approving Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts, Free and Clear of All Liens, Claims, Encumbrances, and Interests, (B) Approving Bidding Procedures for Sale of Substantially All of the Care Pavilion Debtors Assets, Other Than Accounts (C) Approving Stalking Horse Bid Protections, (D) Scheduling an Auction For and Hearing to Approve the Sale of the Care Pavilion Debtors Assets, (E) Approving Form and Manner of Notice of Sale, Auction, and Sale Order Hearing, (F) Approving Assumption and Assignment Procedures, (G) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (H) Granting Related Relief [Doc. No. 886] filed on April1, 2025

III. ADDITIONAL INFORMATION

All documents filed in these Chapter 11 Cases may be reviewed, free of charge, on the website created by Stretto, Inc., the Claims and Noticing Agent for these Chapter 11 Cases, at <https://cases.stretto.com/pottsville>. Inquiries may be directed by telephone to 855-469-1264 (for U.S. & Canada calls) and 714-586-5713 (for calls originating outside of the U.S.) or by email to PottsvilleInquiries@stretto.com.

Dated: April 1, 2025
Pittsburgh, Pennsylvania

Respectfully submitted:
RAINES FELDMAN LITTRRELL, LLP

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